

## NO SIGNBOARD HOLDINGS LTD.

(Company Registration No. 201715253N)

(Incorporated in Singapore)

(the "Company")

### RESULTS OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined or the context requires otherwise, all capitalised terms herein shall bear the same meaning as used in the circular dated 8 November 2022 issued by the Company (the "Circular").

Pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist ("Catalist Rules"), the Board of Directors ("Board") of No Signboard Holdings Ltd. ("Company", and together with its subsidiaries, "Group") wishes to announce that on a poll vote at the Extraordinary General Meeting ("EGM") of the Company held 30 November 2022, all resolutions relating to the matters as set out in the Notice of EGM dated 8 November 2022 were duly passed by way of poll by shareholders of the Company.

The results of the poll on each resolution are set out below as confirmed by Corporate BackOffice Pte Ltd, who acted as scrutineer for the poll at the EGM:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST		Results
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)	
<b>ORDINARY BUSINESS</b>						
<u>Ordinary Resolution 1</u>						
The Proposed Share Consolidation	255,002,180	255,001,780	99.9998	400	0.0002	Carried
<u>Ordinary Resolution 2</u>						
The Proposed Shares Subscription Allotment	255,002,180	255,001,780	99.9998	400	0.0002	Carried

<u>Ordinary Resolution 3</u>							
The Proposed CRPS Allotment and the Proposed Conversion Shares Allotment	255,002,180	255,001,780	99.9998	400	0.0002	Carried	
<u>Ordinary Resolution 4</u>							
The Proposed Transfer of Controlling Interest	255,002,180	255,001,780	99.9998	400	0.0002	Carried	
<u>Ordinary Resolution 5</u>							
The Proposed Whitewash Resolution	255,002,180	255,001,780	99.9998	400	0.0002	Carried	
<b>SPECIAL BUSINESS</b>							
<u>Special Resolution 1</u>							
The Proposed Amendments to the Constitution	255,002,180	255,001,780	99.9998	400	0.0002	Carried	

**Details of parties who are required to abstain from voting on any resolution(s), including the number of shares held and the individual resolution(s) on which they are required to abstain from voting**

***Abstention requirements***

It is noted that:

- (a) pursuant to Rules 804 and 812(2) of the Catalist Rules, Gazelle Ventures Pte. Ltd. (the “Investor”) and its associates are required to abstain from voting on (i) Ordinary Resolution 2 relating to the Proposed Subscription Shares Allotment, (ii) Ordinary Resolution 3 relating to the Proposed CRPS Allotment and the Proposed Conversion Shares Allotment and (iii) Ordinary Resolution 4 relating to the Proposed Transfer of Controlling Interest;
- (b) pursuant to Rule 919 of the Catalist Rules, the Investor and its associates are required to abstain from voting on (i) Ordinary Resolution 2 relating to the Proposed Subscription Shares Allotment, (ii) Ordinary Resolution 3 relating to the Proposed CRPS Allotment and the Proposed Conversion Shares Allotment and (iii) Ordinary Resolution 4 relating to the Proposed Transfer of Controlling Interest; and
- (c) pursuant to the Whitewash Waiver granted by the SIC, the Investor and its concert parties, and parties which are not independent of them, are required to abstain from voting on Ordinary Resolution 5 relating to the Proposed Whitewash Resolution.

### ***Relevant persons (other than the Investor)***

Mr. Lim Teck-Ean, a Director of the Company, is also a director of the Investor and has a deemed interest in 50% in the total number of shares in the issued and paid-up share capital of the Investor. Mr Lim Teck-Ean is therefore an associate of the Investor (within the meaning ascribed in the Catalist Rules).

Mr. Tan Keng Tiong, Alvin, a Director of the Company, is not an associate of the Investor (within the meaning ascribed in the Catalist Rules). However, as he is a non-executive Director appointed as the Investor's nominee on the Board as a condition to the completion of the Super Priority Financing Agreement and the Implementation Agreement, in the interests of good corporate governance, it was noted that Mr. Tan Keng Tiong, Alvin would not accept any nominations to act as proxy for any shareholder in approving on (i) Ordinary Resolution 2 relating to the Proposed Subscription Shares Allotment, (ii) Ordinary Resolution 3 relating to the Proposed CRPS Allotment and the Proposed Conversion Shares Allotment (iii) Ordinary Resolution 4 relating to the Proposed Transfer of Controlling Interest and (iv) Ordinary Resolution 5 relating to the Proposed Whitewash Resolution.

### ***Details of any abstentions***

As none of the Investor, its associates and concert parties and parties which are not independent of them including Mr. Lim Teck-Ean and Mr. Tan Keng Tiong, Alvin hold any Shares in the Company, none of them were eligible to vote at the EGM. Accordingly, none of the foregoing persons voted on any of the resolutions tabled at the EGM.

### **Name of firm and/or person appointed as scrutineer**

Corporate BackOffice Pte Ltd was appointed as the scrutineers for the EGM.

### **By Order of the Board**

Lim Yong Sim (Lin Rongsen)  
Executive Chairman and Chief Executive Officer  
30 November 2022

---

*This announcement and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange"). The Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr. Shervyn Essex, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.*